

BYLAWS OF  
THE PEDDLER'S VIEW HOMEOWNERS ASSOCIATION

ARTICLE I  
NAME AND LOCATION

The name of the corporation is The Peddler's View Homeowners Association, hereinafter referred to as the "Association", which Association is organized and existing as a nonprofit corporation under the laws of the Commonwealth of Pennsylvania. The principal office of the corporation is presently located at 842 Durham Road, Suite 200, Newtown, Pennsylvania. The location of the principal office may be changed hereafter by the Board of Directors. Meetings of members and Directors may be held at such places within or without the Commonwealth of Pennsylvania as may be designated by the Board of directors.

ARTICLE II  
DEFINITIONS

Section 1. Capitalized terms used herein without definition shall have the meanings specified for such terms in the Declaration to which these Bylaws pertain.

Section 2. "Declaration" shall mean and refer to the Declaration of Covenants, Restrictions, Easements, Charges and Liens for Peddler's View Homeowners Association and Peddler's View, recorded or to be recorded among the land records in the Office of the Recorder of Deeds, Bucks County, Pennsylvania.

ARTICLE III  
THE ASSOCIATION

Section 1. Membership. Membership in the Association shall be governed by Article II, Section 1, of the Declaration.

Section 2. Suspension of Membership. The rights of membership are subject to the payment of annual and special assessments levied by the Association, the obligation of which assessments is imposed against each Owner of land and becomes a lien upon the property against which such assessments are made as provided by Article IV of the Declaration to which The Properties are subject. During any period in which a Member shall be in default in the payment of any annual or special assessment levied by the Association, the voting rights and right to use of the Association's facilities of such Member may be suspended by the Board of Directors until such assessment has been paid. Such rights of a Member may also be suspended, after notice and hearing, for a period not to exceed thirty (30) days, for violation of any rules and regulations established by the Board

of Directors governing the use of the Common Property and facilities.

Section 3. Powers. The Association shall have the responsibility of administering the Common Property and facilities, establishing the means and methods of collecting assessments and charges, arranging for management of the Association and performing all of the other acts that may be required or are permitted to be performed by the Association pursuant to the Declaration. Except as to those matters which the Declaration or these Bylaws specifically require to be performed by the vote of the Association, the foregoing responsibilities shall be performed by the Board of Directors or managing agent as more particularly set forth in these Bylaws.

Section 4. Annual Meetings. The annual meeting of the Members shall be held on the first Tuesday in May of each year at the time and place designated by the Board of Directors. If the day for the annual meeting of Members shall fall upon a holiday, the meeting shall be held on the first day following which is not a holiday. Notwithstanding the above, the organizational meeting of the Members shall be held not later than sixty (60) days after the conveyance of twenty five percent (25%) of the Homes to Owners other than Declarant at which time Owners other than Declarant shall elect two members of the five member Board of Directors. Thereafter, annual meetings shall be held as set forth above.

Section 5. Special Meetings. Special meetings of the Members may be called at any time by the President of the Association or by the Board of Directors or upon the written request of the Members who are entitled to vote one-third (1/3) of all the votes of the entire membership or who are entitled to vote one-third (1/3) of the Class A membership. The notice of any special meeting shall state the time, place and purpose thereof, and shall be held within forty-five (45) days after receipt of the written request by Secretary. Provided, however, that if the purpose includes the consideration of a capital Expenditure, such meeting shall be held within fifteen (15) days after receipt by the Secretary of said written request. No business shall be transacted at a special meeting except as stated in the notice.

Section 6. Notice of Meetings. Written notice of each annual meeting of the Members shall be given by, or at the direction of, the Secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least ten (10) days but not more than sixty (60) days before such meeting to each Member entitled to vote thereat, addressed to the Member's address last appearing on the books of the Association, or supplied by such Member to the Association for the purpose of notice. Such notice shall specify the place, day and hour of the

meeting. Written notice of each special meeting of the Members shall be given by, or at the direction of, the Secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least ten (10) days but not more than forty-five (45) days before such meeting to each Member entitled to vote thereat, addressed to the Members' address last appearing on the books of the Association, or supplied by such Member to the Association for the purpose of notice. Such notice of special meeting shall specify the place, day and hour of the meeting and the purpose of the meeting.

Section 7. Adjournment of Meetings. If at any meeting of the Association a quorum is not present, the Board of Directors may adjourn the meeting to a time not less than forty-eight (48) hours after the time the original meeting was called.

Section 8. Voting. Voting at all meetings of the Association shall be as set forth in Article II, Section 2 of the Declaration.

Section 9. Quorum. The presence at the meeting of Members entitled to cast, or of proxies entitled to cast, one-tenth (1/10) of the votes of each class of membership shall constitute a quorum for any action, except as otherwise provided in Articles of Incorporation, the Declaration, or these Bylaws. If, however, such quorum shall not be present or represented at any meeting, the Members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented.

Section 10. Proxies and Absentee Ballots. A vote may be cast in person, proxy or by absentee ballot. All proxies shall be duly executed in writing, shall be valid only for the particular meeting designated therein and must be filed with the Secretary before the appointed time of the meeting. Such proxies shall be deemed revoked only upon actual receipt by the person presiding over the meeting of written notice of revocation from the Grantors of the proxy. No proxy shall be valid for a period in excess of one year after the execution thereof. A proxy is void if it is not dated or purports to be revocable without notice. Every proxy shall be revocable and shall automatically cease upon conveyance by the Member of his Lot.

Section 11. Conduct of Meeting. The President (or in his absence, any Vice-President) shall preside over all meetings of the Association and the Secretary shall keep the minutes of the meeting and record in a minute book all resolutions adopted at the meeting as well as a record of all transactions occurring thereat. The President may appoint a person to serve as parliamentarian at any meeting of the Association. The then current edition of Roberts Rules of Order shall govern the

conduct of all meetings of the Association when not in conflict with the Declaration or these Bylaws. All votes shall be tallied by tellers appointed by the President.

ARTICLE IV  
BOARD OF DIRECTORS

Section 1. Number. The affairs of this Association shall be managed by a Board of Directors comprised of five (5) Directors who need not be Members of the Association.

Section 2. Election. At the first annual meeting, the Members shall elect two (2) Directors for a term of one (1) year, two (2) Directors for a term of two (2) years and one (1) Director for a term of three (3) years. At each annual meeting thereafter, the Members shall elect the number of Director(s) whose term or terms expire. At the time one hundred percent (100%) of the Homes have been conveyed to Owners other than Declarant, a new five member Board shall be elected by the Members at a special meeting called for that purpose.

Section 3. Powers and Duties. The Board of Directors shall have all of the powers and duties necessary for the administration of the affairs of the Association and may do all such acts and things as are not by the Declaration or by these Bylaws required to be exercised and done by the Association. The Board of Directors shall have the power from time to time to adopt any Rules and Regulations deemed necessary for the benefit and enjoyment of the Community; provided, however, that such Rules and Regulations shall not be in conflict with the Declaration or these Bylaws. The Board of Directors shall delegate to one of its members or to a person employed for such purpose the authority to act on behalf of the Board of Directors on such matters relating to the duties of the Managing Agent (as defined in Section 4), if any, which may arise between meetings of the Board of Directors as the Board of Directors deems appropriate.

The following are supplements and restrictions with respect to the duties and powers of the Board of Directors.

a. The Board of Directors shall keep books with detailed accounts in chronological order of the receipts and expenditures affecting the Properties, and the administration of the Community, specifying the expenses of maintenance and repair of the Common Property and Facilities and any other expenses incurred. Such books and vouchers evidencing the entries thereupon shall be available for examination by the Members, their duly authorized agents or attorneys, during general business hours on working days at the times and in the manner set and announced by the Board of Directors for the general knowledge of the Members. All books and records shall be kept in

accordance with good and accepted accounting practices, and the same shall be reviewed at least once each year by an independent accountant retained by the Board of Directors who shall not be a resident of the Hamlet or a Member of the Association. The cost of such review shall be included in the annual assessment.

b. The Board of Directors may notify a Mortgagee of any default hereunder by an Owner subject to such Mortgage, in the event such default continues for a period exceeding thirty days, if such notice is requested by a Mortgagee.

c. The Board of Directors may borrow money on behalf of the Association when required in connection with any one instance relating to the operation, care, upkeep and maintenance of the Common Property and Facilities.

d. The Board of Directors may adopt the annual budget, amendments thereto, and set annual and special assessments.

e. The Board of Directors may appoint such committees as are deemed appropriate in the sole discretion of the Board of Directors.

f. The Board of Directors may do such other things and acts not inconsistent with the Declaration or these Bylaws which the Board of Directors may be authorized to do by a resolution of the Association.

Section 4. Managing Agent. The Board of Directors may employ for the Association a Managing Agent.

a. Requirements. The Managing Agent must be able to advise the Board of Directors regarding the administrative operation of the Community and Association, and shall employ a personnel expert in the areas of Association insurance, accounting, labor relations and Homeowner's Association regulations.

b. Duties. The Managing Agent shall perform such duties and services as the Board of Directors shall authorize, including, but not limited to, all of the duties listed in the Declaration and these Bylaws; provide, however, where a Managing Agent does not have the power to act under the Declaration or these Bylaws, such duties shall be performed as advisory to the Board of Directors. The Board of Directors may delegate to the Managing Agent all of the powers granted to the Board of Directors by the Declaration and these Bylaws other than the following powers:

- (1) To adopt the annual budget, any

amendments thereto, and to make assessments;

(2) to adopt, repeal or remand rules and regulations;

(3) To borrow money on behalf of the Association;

(4) To acquire and mortgage Homes;

The Managing Agent shall perform the obligations, duties and services relating to management of the property, the rights of mortgagees and the maintenance of reserve funds in compliance with the provisions of these Bylaws.

c. Standards. The Board of Directors shall impose appropriate standards of performance upon the Managing Agent, unless the Managing Agent is instructed otherwise by the Board of Directors:

(1) The accrual method of accounting shall be employed;

(2) Two or more persons shall be responsible for handling cash to maintain adequate financial control procedures;

(3) Cash accounts of the Association shall not be commingled with any other accounts;

(4) No remuneration shall be accepted by the Managing Agent from vendors, independent contractors or others providing goods or services to the Association whether in the form of commissions, finders fees, service fees or otherwise; any discounts received shall benefit the Association;

(5) Any financial or other interest which the Managing Agent may have in any firm providing goods or services to the Association, shall be disclosed promptly to the Board of Directors; and

(6) A monthly financial report shall be prepared for the Association disclosing:

a. All income and disbursement activity for the preceding months;

b. The status of all accounts in an "actual" as compared to "projected" (budget) format;

c. Any actual or pending obligations which are in excess of budgeted amounts by an amount exceeding

the operating reserves of 5% of a major budget category (as distinct from a specific line items in an expended chart of accounts).

d. Limitations. Prior to the termination of Declarant's Class B Membership pursuant to Article II of the Declaration, Declarant may employ any managing agent. Any contract with the managing agent must provide that it may be terminated with cause on no more than thirty (30) days notice.

Section 5. Nomination of Directors. Every nomination for election to the Board of Directors must be made in writing signed by at least one (1) Member and accepted in writing by the person nominated. Also, such nominations must be received by the Secretary of the Association at least fifteen (15) days prior to the meeting at which the election is to be held. The Secretary shall prepare and make available for inspection at least ten (10) days before such meeting a list of the nominees. Nominations may not be made in any manner other than the foregoing, except from the floor at the annual meeting.

Section 6. Election of Directors. Election to the Board of Directors shall be by written and absentee ballots. At such election, Members or their proxies may cast in respect of each vacancy as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

Section 7. Meetings of Directors.

a. Regular Meetings. Regular meetings of the Board of Directors shall be held within a two (2) week period following the annual meeting of Members, and such other times as the Board of Directors may determine.

b. Special Meetings. Special meetings of the Board of Directors shall be held when called by the President of the Association and shall also be called by the Secretary of the Association upon the written request of two (2) Directors.

c. Quorum. A majority of the number of Directors then in office shall constitute a quorum for the transaction of business. In the event a quorum of the Directors is not present, a lesser number may adjourn the meeting to some future time. Notice of such adjourned meeting shall be given in the same manner required for any other meeting of the Board of Directors.

d. Notice of Meeting. Notice of meetings shall be given by service upon each Director in person or by mailing to him at his last known address in the records of the Association

at least forty-eight (48) hours before the date designated in such notice for the meeting, specifying the time and place of such meeting. At any meeting held without notice at which each member of the Board of Directors shall be present or with respect to which all Directors not present shall execute a waiver of notice, any business may be transacted which might have been transacted if the meeting had been called on notice.

Section 8. Action Taken Without a Meeting. the Board shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all Directors.

Any action so approved shall have the same effect as though taken at a meeting of the Directors.

Section 9. Removal. Any Director may be removed from the Board with or without cause by a vote of two-thirds (2/3) of the Members of the Association. In the event of death, resignation or removal of a Director, his successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor and until his successor is elected and qualified.

Section 10. Compensation. No Director shall receive compensation for any service he may render to the Association. However, any Director may be reimbursed at the discretion of the Board for his actual expenses incurred in the performance of his duties.

Section 11. Fidelity Bonds. As may be required by the Declaration, there shall be obtained fidelity bonds for all officers, members of the Board of Directors and employees of the Association, including without limitation the Managing Agent, handling or responsible for Association funds. The premiums on such bonds shall constitute a Common Expense.

Section 12. Conduct of Meetings. The President shall preside over all meetings of the Board of Directors and the Secretary shall keep a minute book of the Board of Directors meetings, recording therein all resolutions adopted by the Board of Directors and a record of all transactions and proceedings occurring at such meetings. The then current edition of Robert's Rules of Order shall govern the conduct of the meeting of the Board of Directors when not in conflict with the Declaration, and these Bylaws.

Section 13. Validity of Contracts with Interested Directors. No contract or other transaction between the Association and one or more of its Board of Directors members or between the Association and any corporation, firm, or association in which one or more of the Board of Directors members are



directors or officers, or are financially interested, shall be void or voidable because such Board of Directors member or members are present at any meeting of the Board of Directors which authorized or approved the contract or transaction or because his or their votes are counted, if the circumstances specified in either of the following subparagraphs exists:

a. The fact that an Board of Directors member is also such a director or officer or has such financial interest is disclosed or known to the Board of Directors and is noted in the minutes thereof, and the Board of Directors authorizes, approves or ratifies the contract or transaction in good faith by a vote sufficient for the purpose without counting the vote or votes of such Board of Directors member or members; or

b. The contract or transaction is made in good faith and is not unconscionable to the Association at the time it is authorized, approved or ratified.

Section 14. Inclusion of Interested Directors in the Quorum. Any Board of Directors member holding such director or officer position or having such financial interest in another corporation, firm or association may be counted in determining the presence of a quorum at a meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies a contract or transaction of the type described in Section 13 hereof.

#### ARTICLE V OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Offices. The officers of this Association shall be a President and Vice President, who shall at all times be members of the Board of Directors, a Secretary/Treasurer, and such other officers as the Board may, from time to time, by resolution create.

Section 2. Election of Officers. The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the Members.

Section 3. Term. The officers of this Association shall be elected annually by the Board and each shall hold office for one (1) year unless he shall sooner resign, or shall be removed, or be otherwise disqualified to serve or until his successor is elected and qualified.

Section 4. Special Appointments. The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time, determine.

Section 5. Resignation and Removal. Any officer may be removed from office with or without cause by the affirmative vote of two-thirds (2/3) of the Directors then in office. Any officer may resign at any time by giving written notice to the Board, the President or the Secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. Vacancies. A vacancy in any office may be filled in the manner prescribed for regular election. The officer elected to fill such vacancy shall serve for the remainder of the term of the officer he replaces.

Section 7. Compensation. No officer shall receive compensation for any service he may render to the Association. However, any officer may be reimbursed at the discretion of the Board for his actual expenses incurred in the performance of his duties.

Section 8. Multiple Offices. The offices of Secretary and Treasurer may be held by the same person. No person shall simultaneously hold more than one (1) of any of the other offices, except in the case of special offices created pursuant to Section 4 of this Article.

Section 9. Duties. The duties of the officers are as follows:

a. President. The President shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments and shall cosign all checks and promissory notes.

b. Vice President. The Vice President shall act in the place and stead of the President in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the the board.

c. Secretary. the Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the Members; keep the corporate seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Board and of the Members; keep appropriate current records showing the Members of the Association, together with their addresses, and shall perform such duties as required by the Board.

d. Treasurer. The Treasurer shall receive and

deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks and promissory notes of the Association; keep proper books of account; cause an annual review of the Association books to be made by a public accountant at the completion of each fiscal year; and shall prepare an annual budget and a statement of income and expenditure to be presented to the membership at its regular annual meeting, and deliver a copy of each to the Members.

ARTICLE VI  
COMMITTEES

Section 1. The Association shall appoint such Committees as are deemed appropriate in the sole discretion of the Board of Directors, said Committees to be appointed by and in the numbers prescribed by the Board of Directors. Such Committees may consist of:

a. A Maintenance Committee which shall advise the Board of Directors on all matters pertaining to the maintenance, repair or improvement of The Properties, and shall perform such other functions as the board, in its discretion, determines;

b. An Architectural Review Board which shall rule upon any alterations in color, facia material, structural alterations, construction of fences, etc. requested by Member and which shall establish rules and regulations governing the procedures for same.

Section 2. It shall be the duty of each committee to receive complaints from Members on any matter involving Association functions, duties, and activities within its field of responsibility. It shall dispose of such complaints as it deems appropriate or refer them to such other committee, Director or officer of the Association as further concerned with the matter presented.

ARTICLE VII  
ASSESSMENTS

Section 1. Creation of the Lien and Personal Obligation of Assessments. The creation of the lien and personal obligation of assessments is governed by Article IV, Section 1 of the Declaration.

Section 2. Purpose of Assessments. The purpose of assessment is as specified in Article IV, Section 2, of the Declaration.

Section 3. Basis of Annual Assessment and Initial Funding. The basis of annual assessments, and amount of initial funding is specified in Article IV, Section 3 maximum of annual assessments, of the Declaration.

Section 4. Special Assessments for Capital Improvements. Special assessments for capital improvements are as specified in Article IV, Section 4, of the Declaration.

Section 5. Determination of Annual and Special Assessments. The determination of annual and special assessments is as specified in Article IV, Section 5, of the Declaration.

Section 6. Date of Commencement of Annual Assessments: Due Dates. The date of commencement of annual assessments are as specified in Article IV Section 6, of the Declaration.

Section 7. Effective of Nonpayment of Assessment. The personal obligation of the Owner: Remedies of the Association. The effect of nonpayment of assessments and the remedies of the Association shall be as specified in Article IV, Section 8, of the Declaration.

Section 8. Subordination of the Lien to Mortgages. The lien of the assessments provided for herein shall be subordinate pursuant to the provisions of Article IV, Section 9, of the Declaration.

#### ARTICLE VIII COMPLIANCE AND DEFAULT

Section 1. Relief. Each Member shall be governed by, and shall comply with, all of the terms of the Declaration, any applicable Supplemental Declaration, these Bylaws, the Rules and Regulations as any of the same may be amended from time to time. In addition to the remedies provided in the Declaration, a default by a Member shall entitle the Association, acting through its Board of Directors or through the Managing Agent, to the following relief:

a. Additional Liability. Each Member shall be liable for the expense of all maintenance, repair or replacement rendered necessary by his act, neglect or carelessness or the act, neglect or carelessness of any members of his family of his employees, agents or licensees, but only to the extent that such expense is not covered by the proceeds of insurance carried by the Executive Board. Such liability shall include any increase in casualty insurance rates occasioned by use, misuse, occupancy or abandonment of any Unit or its appurtenances. Nothing contained herein, however, shall be construed as modifying any

waiver by any insurance company of its right of subrogation.

b. Costs and Attorney's Fees. In any proceeding arising out of any alleged default by a Member, the prevailing party shall be entitled to recover the costs of such proceedings and such reasonable attorney's fees as may be determined by the court.

c. No Waiver of Rights. The failure of the Association, the Board of Directors or of a Member to enforce any right, provision, covenant or condition which may be granted by the Declaration, these Bylaws, or the Rules and Regulations shall not constitute a waiver of the right of the Association, the Board of Directors or the Member to enforce such right, provision, covenant or condition in the future. All rights, remedies and privileges granted to the Association, the Board of Directors or any Member pursuant to any term, provision, covenant or condition of the Declaration, these Bylaws, or the Rules and Regulations shall be deemed to be cumulative and the exercise of any one or more thereof shall not be deemed to constitute an election of remedies, nor shall it preclude the party exercising the same from exercising such other privileges as may be granted to such party by the Declaration, these Bylaws, or the Rules and Regulations or at law or in equity.

d. Abating and Enjoining violations by Members.

The violation of any of the Rules and Regulations adopted by the Executive Board, the breach of any Bylaw contained herein or the breach of any provision of the Declaration shall give the Board of Directors the right, in addition to any other rights: (a) to enter the Home in which, or as to which, such violation or breach exists and summarily to abate and remove, at the expense of the defaulting Member, any structure, thing or condition that may exist therein contrary to the intent and meaning of the provisions hereof, and the Board of Director shall not thereby be deemed guilty in any manner of trespass; or (b) to enjoin, abate or remedy by appropriate legal proceedings, either at law or in equity, the continuance of any such breach.

e. Penalty Assessment. In addition to any of the assessment provided for in the Declaration, should any Member violate any of the Rules and Regulations adopted by the Executive Board, or breach any Bylaw herein contained or breach any provisions of the Declaration, then, in that event, the Board of Directors in addition to other rights granted to it herein, may upon a majority vote of the Members present, impose a penalty assessment upon the defaulting Member in the Maximum amount of \$50.00 for the first violation; a maximum amount of \$150.00 for the second violation; and a maximum amount of \$300.00 for each violation thereafter. All Members so assessed shall be obligated to pay the amount of such assessment along with their next

monthly assessment and such penalty assessment shall be a lien as of the effective date as set forth in the preceding sections of these Bylaws.

ARTICLE IX  
BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any Member. The Declaration, the Articles of Incorporation and the Bylaws of the Association shall be available for inspection by any Member at the principal office of the Association, where copies may be purchased at reasonable cost.

ARTICLE X  
CORPORATE SEAL

The seal of the Association shall consist of two concentric circles between the circumference of which shall be inscribed the name, "Peddler's View Homeowners Association ", and within the circumference of the inner circle the words, "Incorporated, Pennsylvania" and the year of incorporation.

ARTICLE XI  
AMENDMENTS

These Bylaws may be amended by the Board of Directors provided that those provisions of these Bylaws which are governed by the Certificate of Incorporation of this Association may not be amended except as provided in the Certificate of Incorporation or applicable law; and provided further that any matter stated herein to be or which is in fact governed by the Declaration applicable to The Properties may not be amended except as provided in such Declaration. The Federal Housing Administration or the Veterans Administration shall have the right to veto amendments to these Bylaws while there is Class B membership.

ARTICLE XII  
FISCAL YEAR

The fiscal year of the Association shall begin on the first day of January and end on the thirty-first day of December of every year.

ARTICLE XIII  
CONSTRUCTION

Section 1. In the case of any conflict between the Certificate of Incorporation and these Bylaws, the Certificate shall control; and in the case of any conflict between the

Certificate of Incorporation and these Bylaws, the Certificate shall control; and in the case of any conflict between the Declaration and any Supplemental Declaration applicable to The Properties and these Bylaws, the said Declaration(s) shall control.

Section 2. Number and gender, as used in these Bylaws, shall extend to and include both singular and plural and all genders as the context and construction requires.